

MINUTES OF THE 1ST MEETING FOR THE YEAR 2020-21 OF THE BOARD OF DIRECTORS OF KARNATAKA PUBLIC LANDS CORPORATION LIMITED HELD AT 10.30AM ON MONDAY, 24TH AUGUST, 2020 AT KPLC BOARD ROOM, II FLOOR, BENGALURU URBAN D C OFFICE BUILDING, K G ROAD, BENGALURU- 560 009.

PRESENT:

- | | | |
|----|-----------------------------|-------------------|
| 1. | Shri. M. Maheshwar Rao, IAS | Chairman |
| 2. | Shri Manoz Jain, IAS | Managing Director |
| 3. | Shri Naveen Raj Sigh, IAS | Director |
| 6. | Shri. P N Ravindra, IAS | Director |
| 7. | Shri. G N Shivamurthy, IAS | Director |
| 9. | Shri Hemanna | Director |

BY INVITATION:

1. Shri Parameshwar G Bhat- Company Secretary Consultant

At 10:30 AM, Shri Manoz Jain, IAS, Managing Director extended hearty welcome to Shri. M. Maheshwar Rao, IAS, newly appointed Chairman.

Chairman occupied the chair and conducted the proceedings of the Meeting. He extended hearty welcome to all the Directors and invitees present at the Meeting.

The Board took note of the following:

ITEM ON 1: RE-CONSTITUTION OF THE BOARD

1.1: Appointment of new Chairman:

The Government of Karnataka vide Notification No RD 29 LGB 2020 (E) dated 21.08.2020 appointed Shri. M. Maheshwar Rao, IAS, Principal Secretary to Government, Revenue Department as Director and as Chairman of the Karnataka Public Lands Corporation Limited in place of Shri N Manjunatha Prasad I A S.

After discussions, the Board passed the following resolutions:

"RESOLVED THAT the appointment of Shri. M. Maheshwar Rao, IAS, as Director and as Chairman of the Company in place of Shri N Manjunatha Prasad, IAS, be and is hereby approved.

RESOLVED FURTHER THAT any one of the Directors of the Corporation be and is hereby authorized to file the necessary returns with the Ministry of Corporate Affairs.”

The Board placed on record with appreciation for the services rendered by Shri N Manjunatha Prasad, IAS during the tenure of his office.

ITEM NO 2: APPOINTMENT OF NEW DIRECTORS:

The Board noted that the Government of Karnataka exercising their rights under the Articles of Association of the Company had issued the Government Order reconstituting the Board of Directors of the Company with the following details:

Government Order No. RD 29 LGB 2020 (E) dated 21.08.2020

SI.No.	Erstwhile Director	New Director
01.	Shri N Manjunatha Prasad, IAS. Principal Secretary to Govt., Revenue Department	Shri M Maheshwar Rao, IAS. Principal Secretary to Govt., Revenue Department
02.	Shri V P Ikkeri, IAS. Regional Commissioner, Bengaluru Division	Shri Naveen Raj Singh, IAS. Regional Commissioner, Bengaluru Division
03.	Shri M K Srirangaiah, IAS Commissioner, Survey Settlement and Land Records Department	Shri K P Mohan Raj, IAS Commissioner, Survey Settlement and Land Records Department
04	Shri Islauddin K Gadyal, KAS Chief Executive Officer, Karnataka State Walkf Board	Shri Mohammad Yusuf Y M Chief Executive Officer, Karnataka State Walkf Board

After discussions, the Board passed the following resolutions:

“RESOLVED THAT the appointment of Shri M Maheshwar Rao, IAS, as Director of the Company in place of Shri N Manjunatha Prasad, IAS, be and is hereby approved.

RESOLVED THAT the appointment of Shri Naveen Raj Singh, IAS, as Director of the Company in place of Shri V P Ikkeri, IAS, be and is hereby approved.

RESOLVED THAT the appointment of Shri K P Mohan Raj, IAS, as Director of the Company in place of Shri M K Srirangaiah, IAS, be and is hereby approved.

RESOLVED THAT the appointment of Shri Mohammad Yusuf Y M, as Director of the Company in place of Shri. Islauddin K Gadyal, KAS, be and is hereby approved.



RESOLVED FURTHER THAT any one of the Directors of the Corporation be and is hereby authorized to file the necessary returns with the Ministry of Corporate Affairs."

The Board placed on the record its appreciation for the services rendered by the outgoing Directors.

Suggestion made by Shri Naveen Raj Singh, IAS, Director to have all the Regional Commissioners in the State to be on the Board of Directors of the Company was accepted by the Board. The Board authorized the Managing Director to approach the Government for suitable directions to appoint all Regional Commissioners as Directors on the Board.

ITEM NO. 3: LEAVE OF ABSENCE:

Leave of absence was granted to Shri K P Mohan Raj, IAS, Smt. Rohini Sindhuri Dasari, IAS, Shri C Mruthyunjaya Swamy, K.E.S and Shri Mohammad Yusuf Y M who had expressed their inabilities to attend the Meeting.

ITEM NO. 4: NOTING OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

Minutes of the 4th Meeting for the year 2019-20 of the Board of Directors held on 19th March, 2020 as circulated was noted.

ITEM NO. 5: ACTION TAKEN ON THE DECISIONS OF THE PREVIOUS BOARD MEETING:

Detailed Action Taken Report on the Minutes of the previous Board Meeting as placed before the Directors as under was studied and was taken on record by the Board as follows:

ACTION TAKEN ON DECISIONS OF THE PREVIOUS BOARD MEETING

Item No. of Previous Meeting	Subject	Action Taken
ITEM NO. 5:	Appointment of Internal Auditor for the Auditing of Final Accounts for the Financial Year 2019-20	Messrs Bharath Bohra & Co., Chartered Accountants, Bangalore has been appointed as Internal Auditor for the Auditing of Final Accounts for the Financial Year 2019-20, for a Professional Fees of Rs.65,000/- (excluding tax & other expenses).



ITEM NO. 6:	Payment of Income Tax arrears with interest for the AY 2013-14, 2014-15 & 2015-16 and Note on the need to revise the Financial Statements u/s 131 of the Companies Act, 2013 before NCLT.	Board Noted the contents and approved to file the petition before NCLT for revision of Final Accounts for the preceding 3 years. Action is being initiated to file the petition and to hold the 1 st Extra Ordinary General Meeting..
ITEM NO. 7:	Ratification of Expenses incurred towards repairs and service of Innova vide Regn. No. KA 02 MJ 8375.	Board Noted and approved.
ITEM NO. 8:	Appointment of New Agency for the supply of man power on outsource basis.	Board Noted the same
ITEM NO. 9:	Formation of "Government Lands Protection Committee" for the protection of Encroached Government Lands & its meeting expenses.	Board Noted & approved the same.
ITEM NO.10:	Payment of Electricity Bills of KPLC for the period from 01.12.2019 to 01.01.2020.	Board Noted the same ratified the expenditure.

ITEM NO. 6: BUSINESS TO BE REVIEWED IN CURRENT MEETING:

Managing Director explained to the Board as follows:

(1) Removal of Encroachment.

As per the information furnished by the Deputy Commissioners the progress achieved in removal of encroached Govt. land are as follows.(As on 31-03-2020)

	Details	Acres
1	Total Extent of Govt. land	6188891
2	Encroachment identified	1401074
3	Encroachment pending in Form-50/53,	973572
4	Extent involved in Court cases, utilized for public purpose	22778
5	Directly removable extent	404724
6	Encroachment removed till (31-03-2020)	270047
7	Balance	134677

District wise information as placed before the Board were reviewed.

(2) Public Complaints regarding encroachment on Govt. lands.

KPLC has also been receiving complaints from the public with regard to encroachment of Govt./public lands and sending them to the field level officers of concerned departments viz. DCs, Tahsildars, ACFs, Commissioners of CMC/TMC. ec., for examination and remedial action. Out of 2827 complaints 846 complaints have been disposed off and 1981 complaints are still pending. In all these cases, after sending the complaint to the concerned officers, the KPLC has been repeatedly reminding the said officers by sending letters and holding frequent meetings.

(3) Protection of recovered lands.

Protection of Government land is being got done through the Deputy Commissioners by providing Government grants to the Deputy Commissioners for fencing the recovered Government lands. An amount of Rs.2286.00 lakhs has been released to all the Districts out of which 26 districts have sent utilization certificate for having spent Rs.1326.40 lakhs. Balance amount with the DCs is Rs.959.60 lakhs. The Deputy Commissioners have also been requested to send requirement of funds in writing.

(4) Database of Lakes in the State.

As per one of the ancillary objective of the Company, i.e. to collect the data about the Govt./Public lands, the KPLC has developed a web based software to provide information about the lakes in the State in public domain. This program consists of (i) Preparation of Register of Lakes, (ii) Details of encroachment, (iii) Steps taken to remove encroachment, (iv) Details of Court cases and (v) Development works done. Approximate number of lakes as per the 'Bhoomi' records is 38547, physical data given by the districts is 37,126; whereas, data entry made by the Tahsildars(in KPLC software) is 37176 lakes in stage-(i). Rest of the stages are yet to be completed by the Tahsildars.

Chairman sought clarification on how KPLC governs the encroached lands. Managing Director explained the procedure followed by the Company on the encroached lands. Further, Shri G. N. Shivamurthy, IAS, Deputy Commissioner, Bangaluru Urban District informed Chairman that around 10,000 individual cases were regularized. Shri P. N. Ravindra, IAS, Deputy Commissioner, Bangaluru Rural District informed Chairman that around 2,000 individual cases were regularized.

The Board noted the same.

ITEM NO. 7: PAYMENT OF ALLOWANCES TO DEPUTED OFFICERS / STAFF WORKING AT SECRETERIATE, GOVT OF KARNATAKA :

Managing Director explained to the Board as follows:



The Government has issued the following Proceedings/Orders for Sanction of Allowances / reimbursement of expenses for the Deputed officer's / Staff Deputed from various Departments and working in Secretariat service

1. AS per G.O No.: DPAR 15 SAS 2004, Dated: 17.01.2005, the officers who are working as PS Grade- II they are eligible to subscribe two local Daily News Papers (1 Should be in Kannada) for every month.
2. As per G.O. No : DPAR 18 DTN 2011, Dated : 16.04.2013, the deputed officers who working as Under Secretary / Higher officers are eligible to draw Rupees 500.00 per month as Mobile Expenditure.
3. As per G.O. No : DPAR 03 SAS 2005, Dated : 07.07.2020. The officers who working as Under Secretary / equivalent are eligible to subscribe One Indian Journal per month.
4. As per G.O. No : DPAR 141 DTN 2016, Dated : 16.01.2017, the officers who working as Under Secretary / equivalent are eligible to draw Rupees 750.00 per month towards landline phone & Broad Band expenses.

The above said G.Os are issued without mentioning the Deputation services drawn from Boards/Corporations/Authorities.

Smt., Rajeshwari Arjun, who was deputed from KOF, Bangalore working in Secretariat service as Personal Secretary to PRS, Revenue Department & Chairman, KPLC has submitted a proposal to sanction the above allowance / reimbursement of expenses from October 2019 onwards with retrospective effect. She is drawing the Salary from KPLC on deputation basis.

The Board after due discussion, approved the proposal to pay the allowances / reimbursement of expenses to Smt. Rajeshwari Arjun with retrospective effect until deputation.

ITEM NO. 8: INVESTMENT OF FIXED DEPOSIT AT NATIONALISED BANK: (RENEWEL). :

Managing Director explained to the Board as follows:

The Company has invested Rs. 15,96,87,647.00 at Canara Bank, BWSSB Branch, Bengaluru for a period of 1 year at the Annualized Interest Yield of 7.13% p a. The Said FD was matured on 16.07.2020 with the maturity amount of Rs. 17,10,78,533.00 subject to TDS Deductions.

Further, after verifications of FD interest rate among Nationalized Banks, Canara Bank was offered an Interest rate of 5.50% p a for the FD below Rs. 2.00 Crores, investment which was slight higher when compared to other nationalized banks.



A fresh FD of Rs. 19.90 Crores (Rs. 1.99 Crores each in 10 FDs) was invested for a period of 1 year at the Cumulative Interest rate of 5.50% pa subject to TDS deductions w e f 24.07.2020 onwards at Canara Bank, BWSSB Branch, Bengaluru.

The Board sought clarification on whether the Company has followed the guidelines of the Finance Department i.e., 70 % of investments in Nationalised Banks and 30 % of investments in Scheduled Commercial Banks while investing the amount in Fixed Deposits. Managing Director clarified the Board that the Company has invested 100% in the Nationalised Bank & followed all the applicable guidelines before investing the amount in Fixed Deposits.

The Board noted the same.

ITEM NO. 9: PAYMENT OF SELF ASSESSMENT INCOME TAX FOR THE F Y 2019-2020:

Managing Director explained to the Board as follows:

The internal Auditors of the Company have made a provision of Rs. 48.31 Lakhs towards payment of Income Tax for the F Y 2019-20 on provisional Calculation Basis. As per their advice of Internal Auditors, the Company has paid Rs. 20.00 Lakhs on Self assessment basis on 29.06.2020.

Chairman sought clarification on why the Company was not registered under Section 8 Company under the Companies Act, 2013. The Board was briefed that the same matter was discussed in the Meeting of the Board earlier and was not materialized. Considering the Company is not making any commercial services and is only providing the services without taking any benefits out of the services, it is just and fair to register the Company as non profit Company under Section 8 of the Companies Act, 2013.

After due discussion, the Board passed the following resolution:

“RESOLVED THAT pursuant to the provisions of Section 8 and other applicable provisions, if any, of the Companies Act 2013, read with Companies (Incorporation) Rules, 2014 and subsequent statutory modifications or re-enactments thereof for the time being in force, and other applicable provisions of the act, etc and subject to approval of shareholders and the Central/State Government, the Board be and hereby grants approval for the conversion of the Company into a Section 8 Company, i.e. non-profit making organization (an Association) not for profit and shall not pay any dividend to its shareholders and will employ its profits for the promotions of its objects and delete the word “LIMITED” from its existing name.



RESOLVED FURTHER THAT subject to shareholders and Central/State Government, the Board be and hereby authorized the Managing Director to finalize new MOA as per INC 13 (under Section 8 of the Companies Act 2013).

RESOLVED FURTHER THAT subject to shareholders and Central/State Government, the Board be and hereby authorized the Managing Director to finalize new AOA as per "Table 'F' in Schedule 1 to the Act as amended from time to time in so far as they are applicable to a Section 8 Company.

RESOLVED FURTHER THAT Managing Director of the Company be and is hereby authorised to sign, execute such documents, papers, applications, affidavits, etc as may be required to file necessary documents and e-forms with relevant authorities, to hire necessary consultants or to obtain such professional assistance as may be deemed necessary by Board of Directors, and to do all such acts and deeds that may be necessary to give effect to this Board resolution."

RESOLVED FURTHER THAT consent of the Board be and is hereby accorded to convene an extra-ordinary general meeting of the shareholders on such day, date, venue and time as may be decided by the Managing Director in consultation with Chairman.

RESOLVED FURTHER THAT Managing Director be and is hereby authorized to issue notice convening the Extra-ordinary General Meeting for and on behalf of the Company."

ITEM NO: 10: DISCLOSURE OF INTERESTS BY DIRECTOR UNDER SECTION 184 (1) OF THE COMPANIES ACT, 2013:

The Board noted that notices were received from the Directors under Section 184 (1) of the Companies Act, 2013 disclosing their interests in other bodies corporate etc. and the same were read out. It was directed to enter the same in the Register maintained for the purpose. Following resolution was passed:

"RESOLVED THAT Notices of interests received from the Directors pursuant to Section 184 (1) of the Companies Act, 2013 as read out here before, be and are hereby taken on record and that the same be entered in the Register maintained for the purpose."

ITEM NO. 11: PAYMENT OF EXPENSES IN C/W GOVERNMENT LANDS PROTECTION COMMITTEE MEETING / OTHER EXPENSES:

Managing Director explained to the Board as follows:

As per the Letters received from Hon'ble Chairman, Government Lands Protection Committee, the following timely actions have been initiated by the Company.

1. An expenditure of Rs. 95,730/- paid to Messrs, Ravindu Toyota, Bengaluru, towards the service and spares of Innova Vehicle of DPAR Vide bearing Regn, No: KA 03 GA 2727, after obtaining approval from the Competent Authority on reimbursement basis to Chairman.
2. For the Office of the Hon'ble Chairman, one No. Canon Xerox machine, 2 Computer Systems with 2 Printers were being supplied.
3. On the request of Hon'ble Chairman to purchase a new Innova Crysta vehicle, a proposal has been submitted to Finance Department for their concurrence.
4. On the request of Hon'ble Chairman to provide additional staff of 7 members in lieu of sanctioned posts, (As per G O 6 no. staff are permitted) a proposal has been submitted to Finance Department for their concurrence.
5. As per G O No. DPAR 102 SAS 2011, Dated: 23.01.2012, accorded to appoint 4 members staff on out source basis to the Office of the Hon'ble Chairman. (One post of PS and one post of Driver has been provided to the Office of the Chairman, KPLC & PRS, RD).
6. On the request of Hon'ble Chairman to sanction the Daily Allowance, DA, etc., to the Committee Members on par with the facilities/provisions of the Karnataka Legislature (as on 01.03.2017), Competent Authority has approved to pay the same.

The Board sought clarification on why this matter was not considered under the powers of the Managing Director. Managing Director explained to the Board that pursuant to the Government Order, the same needed to be approved by the Board.

The Board noted the same and accorded its approval.

ITEM NO 12: APPOINTMENT OF MANAGING DIRECTOR, KPLC AS THE COMPETENT AUTHORITY UNDER KPID ACT, 2004:

The Board was informed that Under The Karnataka Protection of Interest of Depositors in Financial Establishments Act, 2004, the following Government Orders/Notifications have been issued:

1. As per the Government Notification vide No. RD/29/GRC/2020, Dated: 23.07.2020, the Managing Director, KPLC has been appointed as Competent Authority for Messrs Sri Guru Sarva Bhouma Souharda Co-operative Credit Ltd., Bengaluru to initiate further course of actions under the KPID Ac, 2004.



2. As per the Government Order vide G O No. RD/10/GRC/2020, Dated: 24.07.2020, the Managing Director, KPLC has been appointed as Competent Authority for Messrs Sri Kanva Souharda Co-operative Credit Ltd., Bengaluru to initiate further course of actions under the KPID Ac, 2004.

Necessary follow up actions have been initiated within the time frame schedule as per the Act/as per the directions of the Courts. Further, to meet the expenses under this Act, no specific grants have been released from the Government. However, a proposal has been submitted to the Administrative Department (RD) for release of grant from the Government.

The Board noted the same.

ITEM NO 13: APPROVAL OF DRAFT FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH, 2020:

The draft Financial Statements for the year ended on 31st March, 2020 as circulated may be considered by the Board which may be approved. The said Financial Statements need to be audited by the Statutory Auditors and thereafter the same will be forwarded to the C & A G for their review before placing it with the Shareholders at the 11th Annual General Meeting for the Financial Year 2019-20. The Managing Director along with Chairman or one other Director may be authorized sign the same on behalf of the Company. After due deliberations, the following Resolution was passed:

“RESOLVED THAT the draft Financial Statements for the year ended 31st March, 2020 along with the notes attached thereto, as tabled before the Board be and are hereby approved, subject to such changes as may be incorporated on receipt of comments of the Statutory Auditors and Comptroller & Auditor General of India (C&AG).

RESOLVED FURTHER THAT the copy of the Financial Statements and the notes attached thereto as approved by the Board, be signed by any two Directors including Managing Director of the Company and be forwarded to the Statutory Auditors of the Company for their report thereon and thereafter to the C & AG for their review and comment.

FURTHER RESOLVED THAT any one Director of the Company be and is hereby authorized to take all necessary actions for giving effect to the above resolution and to sign the requisite forms/ returns to be with the Ministry of Corporate Affairs.”

ITEM NO 14: APPROVAL OF DRAFT BOARD'S REPORT OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH, 2020:



The draft Board's Report for the year ended on 31st March, 2020 as circulated was considered by the Board for placing it in the forthcoming AGM. After careful evaluation, the Board passed the following resolution:

"RESOLVED THAT the draft Board's Report for the year ended 31st March, 2020 be and is hereby approved.

FURTHER RESOLVED THAT Chairman or Managing Director along with another Director of the Corporation be and are hereby authorized to make any corrections to the Board's Report on receipt of Report from the C & AG.

RESOLVED FURTHER THAT Chairman or Managing Director along with another Director of the Company be and are hereby authorized to sign the Board's Report for and on behalf of the Board."

ITEM NO 15: CONVENING THE 11th ANNUAL GENERAL MEETING (AGM) FOR THE FINANCIAL YEAR 2019-20 AND AUTHORIZATION TO ISSUE NOTICE:

In order to place the Annual Accounts before the Shareholders, it was proposed to convene the 11th Annual General Meeting (AGM) of the Company to transact routine business of Annual Accounts. Managing Director in consultation with Chairman was authorized to convene the Annual General Meeting and the Board passed the below resolution:

"RESOLVED THAT consent of the Board be and is hereby accorded to convene the 11th Annual General Meeting of the Company on such date and time as may be decided by the Managing Director in consultation with Chairman.

FURTHER RESOLVED THAT Managing Director be and is hereby authorized to issue notice convening the 11th Annual General Meeting for and on behalf of the Company".

ITEM NO 16: GRANTING AUTHORISATION FOR FILING FORMS & STATEMENTS TO THE MINISTRY OF CORPORATE AFFAIRS - (MCA):

It was proposed to authorize any one of the Directors of the Company to sign on behalf of the Company for all the forms that were required to be filed the Ministry of Corporate Affairs from time to time.

The Board noted the same and passed the following resolution:

"RESOLVED THAT any one Director of the Company be and is hereby severally authorized to sign all such forms as may be required to be filed with the Ministry of Corporate Affairs from time to time under the Companies Act, 2013."

Chairman confirmed that requisite quorum was present throughout the Meeting.

There being no other business to transact, Meeting concluded with a vote of thanks to the chair at 11.30 AM.

Date on which draft Minutes forwarded to the Directors for their comments.	
Last date for receiving comments from the Directors	
Date of recording of the Final Minutes in Minutes Book	

Place: Bengaluru
Date:


M Mahesh Rao, IAS
Chairman
DIN:00324069

